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19 UNITED STATES DISTRICT COURT

20 NORTHERN DISTRICT OF CALIFORNIA

21
22
23 IN RE WELLS FARGO & COMPANY
24 SHAREHOLDER DERIVATIVE
25 LITIGATION

Lead Case No. 3:16-cv-05541-JST

**STIPULATION AND ~~PROPOSED~~
ORDER REGARDING PLAINTIFFS'
RESPONSE TO DEFENDANTS'
MOTIONS TO DISMISS**

The Honorable Jon S. Tigar

26 WHEREAS, on February 8, 2017, the Court entered an order setting the briefing schedule
27 on Defendants' motion to dismiss the Consolidated Complaint on the threshold issue of demand
28 futility [Dkt. 81];

1 WHEREAS, the February 8, 2017 order preserved Defendants' right to assert other
2 defenses, including by motion or otherwise, after the Court's consideration of Defendants'
3 demand futility motion to dismiss;

4 WHEREAS, on February 24, 2017, Lead Plaintiffs Fire and Police Pension Association of
5 Colorado and The City of Birmingham Retirement and Relief System filed their Consolidated
6 Amended Verified Stockholder Derivative Complaint [Dkt. 83];

7 WHEREAS, on March 17, 2017, Defendants filed their motion to dismiss for failure to
8 adequately plead demand futility [Dkt. 99], which Plaintiffs opposed on April 3, 2017 [Dkt. 115]
9 and Defendants replied to on April 14, 2017 [Dkt. 116];

10 On May 4, 2017, the Court held argument on Defendants' motion to dismiss on demand
11 futility grounds, and the same day denied in part and granted in part Defendants' motion to
12 dismiss [Dkt. 129], holding that Plaintiffs had adequately pled demand futility;

13 WHEREAS, on May 23, 2017, the parties submitted a stipulation and proposed briefing
14 schedule for any remaining motions to dismiss pursuant to Federal Rule of Civil Procedure 12
15 that Defendants intended to make [Dkt. 134], which the Court entered on May 30, 2017 [Dkt.
16 135];

17 WHEREAS, on June 5, 2017, certain Defendants filed a total of five motions to dismiss
18 pursuant to Rule 12 [Dkts. 139, 140, 141, 143, 144] and Defendant Stumpf filed a notice of
19 joinder to certain of those motions [Dkt. 145];

20 NOW THEREFORE, IT IS HEREBY STIPULATED AND AGREED, between Lead
21 Plaintiffs, by and through their counsel, and Defendants, by and through their counsel, that
22 Plaintiffs will respond to Defendants' motions in a single opposition brief, not to exceed 70
23 pages. The 70 pages is less than the total number of pages for Defendants' motions to dismiss (78
24 pages).

25 Dated: June 14, 2017

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ATTESTATION PURSUANT TO GENERAL ORDER 45

I, Richard M. Heimann, in compliance with General Order 45, Section X(B),
hereby attest that I obtained the concurrence of all of the above-listed counsel in filing this
document.

DATED: June 14, 2017

/s/ Richard M. Heimann

Richard M. Heimann

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ORDER

RWTUWCP V'VQ'UVERWNCVQP'IT IS SO ORDERED.

Dated: June 15, 2017



THE HONORABLE JON S. TIGAR
UNITED STATES DISTRICT JUDGE